

Fill in this information to identify your case:

United States Bankruptcy Court for the:

MIDDLE DISTRICT OF PENNSYLVANIA

Case number (if known)

Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Rubber Soul Brewing Company, LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 47-1753515

4. Debtor's address Principal place of business

2857 Oakwood Drive
Harrisburg, PA 17110

Number, Street, City, State & ZIP Code

Dauphin
County

Mailing address, if different from principal place of business

P.O. Box 5176
Harrisburg, PA 17110

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

1930 Northwood Drive Salisbury, MD 21801
Number, Street, City, State & ZIP Code

5. Debtor's website (URL) www.rubbersoulbrewing.com

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

3121

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☒ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
☒ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.
☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☒ No
☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor	_____	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (Check all that apply.)☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other**Where is the property?**

Number, Street, City, State & ZIP Code

Is the property insured?☐ No☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information**13. Debtor's estimation of available funds**

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors☒ 1-49☐ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☒ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☒ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor **Rubber Soul Brewing Company, LLC**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **January 29, 2019**
MM / DD / YYYY

X /s/ Frank Hrestak
Signature of authorized representative of debtor

**Managing Member of Gold Water Capital
Group, LLC**
Title

Frank Hrestak
Printed name

18. Signature of attorney

X /s/ Lawrence V. Young
Signature of attorney for debtor

Date **January 29, 2019**
MM / DD / YYYY

Lawrence V. Young 21009
Printed name

CGA Law Firm
Firm name

**135 North George Street
York, PA 17401**
Number, Street, City, State & ZIP Code

Contact phone **717-848-4900** Email address **tlocondro@cgalaw.com**

21009 PA
Bar number and State

Fill in this information to identify the case:

Debtor name Rubber Soul Brewing Company, LLC

United States Bankruptcy Court for the: MIDDLE DISTRICT OF PENNSYLVANIA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 29, 2019

X /s/ Frank Hrestak

Signature of individual signing on behalf of debtor

Frank Hrestak

Printed name

Managing Member of Gold Water Capital Group, LLC

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **Rubber Soul Brewing Company, LLC**
 United States Bankruptcy Court for the: **MIDDLE DISTRICT OF PENNSYLVANIA**
 Case number (if known): _____

☐ Check if this is an
 amended filing

Official Form 204
Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders
12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
BSG Craft Brewing PO Box 74769 Chicago, IL 60694		Ingredients				\$8,852.84
Cammac Holdings 1115 Riverside Drive Salisbury, MD 21801		Past due rent and repairs				\$9,976.00
Cammac Holdings 1115 Riverside Drive Salisbury, MD 21801		Real Estate Taxes				\$3,791.96
Carey Distributors 200 N. Dulany Ave Fruitland, MD 21826		Contract Buy Out				\$7,074.77
Chase Card Services PO Box 1423 Charlotte, NC 28201-1423		Credit Card				\$16,808.82
Chase Card Services PO Box 1423 Charlotte, NC 28201-1423		Credit Card				\$9,857.44
Chesapeake Utilities PO Box 826531 Philadelphia, PA 19182		Utility				\$1,497.07
Cincinnati Insurance Company PO Box 145496 Cincinnati, OH 45250		Property and Casualty				\$1,510.00
City of Salisbury 125 N. Division St. Salisbury, MD 21801		Tax				\$1,168.32
Delmarva Power PO Box 2044 Wilmington, DE 19899		Utility				\$1,677.04

Debtor **Rubber Soul Brewing Company, LLC**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
G&G Distributors 2543 Centreville Road Centreville, MD 21617		Contract Buy Out				\$3,278.50
Keg Logistics 9360 Station St, Suite 325 Lone Tree, CO 80124		Keg Leasing				\$11,436.36
Mobile Canning Systems 2120 Miller Drive Suite G Longmont, CO 80501		Cans				\$4,491.39
New England Motor Freight 1-71 North Avenue East PO Box 6031 Elizabeth, NJ 07207		Shipping Costs				\$2,102.10
Salisbury Wicomico Economic Development 100 E. Main Street #501 Salisbury, MD 21801		Loan				\$9,575.87
Summers, McDonnel, Hudock & Rauch 707 Grant Street Gulf Tower Suite 2400 Pittsburgh, PA 15219		Legal Fees				\$2,474.00
Tate Engineering PO Box 826904 Philadelphia, PA 19182		Electical work				\$710.20
Wicomico Country PO Box 4036 Salisbury, MD 21803-4036		Tax				\$1,057.09
Wilsbach Distributors 905 Katie Court Harrisburg, PA 17109		Marketing Fees				\$7,420.91
Wyndridge Farms 885 S. Pleasant Ave Dallastown, PA 17313		Contract Brewing				\$20,328.59

Fill in this information to identify the case:Debtor name **Rubber Soul Brewing Company, LLC**United States Bankruptcy Court for the: **MIDDLE DISTRICT OF PENNSYLVANIA**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals****12/15****Part 1: Summary of Assets****1. Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)**1a. Real property:**Copy line 88 from *Schedule A/B*..... \$ **0.00****1b. Total personal property:**Copy line 91A from *Schedule A/B*..... \$ **602,269.20****1c. Total of all property:**Copy line 92 from *Schedule A/B*..... \$ **602,269.20****Part 2: Summary of Liabilities****2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*..... \$ **247,000.00****3. Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)**3a. Total claim amounts of priority unsecured claims:**Copy the total claims from Part 1 from line 5a of *Schedule E/F*..... \$ **0.00****3b. Total amount of claims of nonpriority amount of unsecured claims:**Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*..... +\$ **181,606.63****4. Total liabilities**
Lines 2 + 3a + 3b\$ **428,606.63**

Fill in this information to identify the case:Debtor name **Rubber Soul Brewing Company, LLC**United States Bankruptcy Court for the: **MIDDLE DISTRICT OF PENNSYLVANIA**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206A/B****Schedule A/B: Assets - Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?**

- ☐ No. Go to Part 2.
☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor**Current value of debtor's interest****3. Checking, savings, money market, or financial brokerage accounts (Identify all)**

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1. **BB&T****Checking****\$984.74****4. Other cash equivalents (Identify all)****5. Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$984.74**Part 2: Deposits and Prepayments****6. Does the debtor have any deposits or prepayments?**

- ☐ No. Go to Part 3.
☒ Yes Fill in the information below.

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

7.1. **Deposit with Keg Credit****\$18,830.00****8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**

Description, including name of holder of prepayment

9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

\$18,830.00

Debtor **Rubber Soul Brewing Company, LLC**
Name

Case number (If known) _____

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- ☐ No. Go to Part 4.
☒ Yes Fill in the information below.

11. Accounts receivable

11a. 90 days old or less: 66,103.97 - 0.00 = \$66,103.97
face amount doubtful or uncollectible accounts

11b. Over 90 days old: 5,736.47 - 0.00 = \$5,736.47
face amount doubtful or uncollectible accounts

12. Total of Part 3.

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$71,840.44

Part 4: Investments

13. Does the debtor own any investments?

- ☒ No. Go to Part 5.
☐ Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- ☐ No. Go to Part 6.
☒ Yes Fill in the information below.

	General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19.	Raw materials				
20.	Work in progress Work in Progress - see attached list		\$0.00	Wholesale	\$14,035.00
21.	Finished goods, including goods held for resale Finished goods - see attached list		\$0.00	Wholesale	\$13,794.02
22.	Other inventory or supplies Marketing supplies - see attached list		\$0.00	Liquidation	\$7,540.00

23. Total of Part 5.

Add lines 19 through 22. Copy the total to line 84.

\$35,369.02

24. Is any of the property listed in Part 5 perishable?

- ☒ No

Debtor Rubber Soul Brewing Company, LLC
Name

Case number (If known) _____

☐ Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

☒ No

☐ Yes. Book value _____ Valuation method _____ Current Value _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

☒ No

☐ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

☒ No. Go to Part 7.

☐ Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

☐ No. Go to Part 8.

☒ Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39.	Office furniture Barstools and tables	\$0.00	Liquidation	\$2,000.00
40.	Office fixtures			
41.	Office equipment, including all computer equipment and communication systems equipment and software Personal computers, Apple Square	\$0.00	Liquidation	\$300.00

42. **Collectibles** Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

\$2,300.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

☒ No

☐ Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

☒ No

☐ Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

☐ No. Go to Part 9.

☒ Yes Fill in the information below.

Debtor Rubber Soul Brewing Company, LLC
Name

Case number (If known) _____

	General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47.	Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
48.	Watercraft, trailers, motors, and related accessories Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels			
49.	Aircraft and accessories			
50.	Other machinery, fixtures, and equipment (excluding farm machinery and equipment) Brewery equipment and canning equipment -see attached list	\$0.00	Acquisition	\$379,500.00
	Misc. tools and equipment - see attached list	\$0.00	Liquidation	\$93,445.00

51. **Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$472,945.00

52. **Is a depreciation schedule available for any of the property listed in Part 8?**

☒ No

☐ Yes

53. **Has any of the property listed in Part 8 been appraised by a professional within the last year?**

☒ No

☐ Yes

Part 9: Real property

54. **Does the debtor own or lease any real property?**

☒ No. Go to Part 10.

☐ Yes Fill in the information below.

Part 10: Intangibles and intellectual property

59. **Does the debtor have any interests in intangibles or intellectual property?**

☐ No. Go to Part 11.

☒ Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60.	Patents, copyrights, trademarks, and trade secrets			
61.	Internet domain names and websites www.rubbersoulbrewing.com	\$0.00		Unknown

62. **Licenses, franchises, and royalties**

63. **Customer lists, mailing lists, or other compilations**

64. **Other intangibles, or intellectual property**

Debtor Rubber Soul Brewing Company, LLC
Name

Case number (If known) _____

Product recipes

\$0.00

Unknown

65. **Goodwill**

66. **Total of Part 10.**

Add lines 60 through 65. Copy the total to line 89.

\$0.00

67. **Do your lists or records include personally identifiable information of customers** (as defined in 11 U.S.C. §§ 101(41A) and 107?)

☒ No

☐ Yes

68. **Is there an amortization or other similar schedule available for any of the property listed in Part 10?**

☒ No

☐ Yes

69. **Has any of the property listed in Part 10 been appraised by a professional within the last year?**

☒ No

☐ Yes

Part 11: All other assets

70. **Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

☒ No. Go to Part 12.

☐ Yes Fill in the information below.

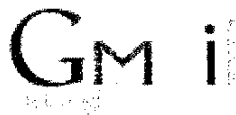
Debtor Rubber Soul Brewing Company, LLC
Name

Case number (If known) _____

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	<u>\$984.74</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$18,830.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$71,840.44</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$35,369.02</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$2,300.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$472,945.00</u>	
88. Real property. <i>Copy line 56, Part 9.....></i>		<u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ <u>\$0.00</u>	
91. Total. Add lines 80 through 90 for each column	<u>\$602,269.20</u>	+ 91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<u>\$602,269.20</u>



Frank Hrestak <frankh@rubbersoulbrewing.com>

Work in Progress

Jesse Prall <jessep@rubbersoulbrewing.com>

Mon, Jan 7, 2019 at 12:39 PM

To: Frank Hrestak <frankh@rubbersoulbrewing.com>

Cc: Corey Deibler <coreyd@rubbersoulbrewing.com>

15bbls Urban = 30/2 bbl = 30 x \$171.50 = \$5,145.⁰⁰
15bbls HW = 30/2 bbl = 30 x 133.⁰⁰ = \$3,990.⁰⁰
10bbls Race if Truth = 20/2 bbl = 20 x 133.⁰⁰ = \$2,660.⁰⁰
10bbls Chicane Brown Ale 20/2 bbl = 20 x 112.⁰⁰ = \$2,240.⁰⁰

[Quoted text hidden]

\$ 14,035.⁰⁰

FINISHED GOODS

BRAND	PACKAGE Type	Package Amount	SOLD	Sell Me	LOCATION	SALES VALUE
Buggin out	1/6	20	13	7	Salisbury	\$ 514.50
Buggin out	1/2	8	4	4	Salisbury	\$ 686.00
Dropout	1/6	73	60	13	Wyndridge	\$ 955.50
Dropout	6/4/16			0	Wyndridge	\$ -
Dropout	1/2			0	Salisbury	\$ -
Dropout	1/6	13		13	Salisbury	\$ 955.50
Dropout	1/2			0	Wyndridge	\$ -
Dropout	6/4/16			0	Salisbury	\$ -
Garage Racer	1/2	34	26	8	Wyndridge	\$ 1,064.00
Garage Racer	1/6	49	41	8	Wyndridge	\$ 504.00
Garage Racer	6/4/16	346	190	106	Wyndridge	\$ 3,776.78
Gravel Hill	1/6	36	22	14	Salisbury	\$ 1,001.00
Gravel Hill	1/2	20	10	10	Salisbury	\$ 1,715.00
NAAG	4/6/12	285	219	66	Wyndridge	\$ 1,477.74
NAAG	1/2	15	15	0	Wyndridge	\$ -
NAAG	1/6	5	5	0	Wyndridge	\$ -
Paceline	1/2	38	30	8	Wyndridge	\$ 896.00
Paceline	1/6	56	54	2	Wyndridge	\$ 105.00
Paceline	6/4/16			0	Wyndridge	
Paceline	1/2			0	Salisbury	
Paceline	1/6			0	Salisbury	
Paceline	6/4/16			0	Salisbury	
Pogo	1/6	38	36	2	Salisbury	\$ 143.00
Pogo	1/2	11	11	0	Salisbury	\$ -
Proximity	1/2		12	-12	Salisbury	
Proximity	1/6		19	-19	Salisbury	
Total						\$ 13,794.02

**Portland Kettle Works**

265 N Hancock St Suite 100
 Portland
 OR
 USA 97227

Invoice

Invoice Date: 08/26/2015

Invoice Number : 743192000004104062

BILL TO:

Rubber Soul Brewing Company
 20247 Gravel Hill Rd
 Georgetown
 DE

19947

SHIP TO:

Rubber Soul Brewing Company
 1930 Northwood Dr
 Salisbury
 MD

21801

Account Name: **Rubber Soul Brewing Company**
 Due Date:

Status: **Approved**
 Sales Order:

S.No.	Product Details	Qty	List Price	Total
1.	7Bbl - BH - Steam	1	\$79,868.00	\$79,868.00
2.	700 mBH Steam Boiler	1	\$13,280.00	\$13,280.00
3.	Mani Pack	1	\$5,750.00	\$5,750.00
4.	HLT/CLT Pump	2	\$1,900.00	\$3,800.00
5.	Heat Exchanger	1	\$4,550.00	\$4,550.00
6.	BH - Aeration	1	\$695.00	\$695.00
7.	Integrated Grant	1	\$4,250.00	\$4,250.00
8.	35 Gal. Hop Back/Grant	1	\$845.00	\$845.00
9.	BH Mixing Manifold	1	\$2,120.00	\$2,120.00
10.	Mash Rake/Plow Assembly	1	\$15,950.00	\$15,950.00
11.	BH Accessory Pack	1	\$3,960.00	\$3,960.00
12.	Cold Side Description	1	\$0.00	\$0.00
13.	7Bbl - J&I FV	2	\$10,995.00	\$21,990.00
14.	15Bbl - J&I FV	3	\$13,850.00	\$41,550.00
15.	15Bbl - J&I BT	1	\$13,200.00	\$13,200.00
16.	Rupture Disk	6	\$400.00	\$2,400.00
17.	15Bbl - CLT	1	\$13,200.00	\$13,200.00
	*Recommended in hot weather climates			
18.	12 - Remote Access Glycol Controls	1	\$7,300.00	\$7,300.00
19.	GD-5H Glycol Chiller	0	\$13,147.00	\$0.00
	Removed in change order 4320149			
20.	PKW Mill Malt Mill	1	\$6,500.00	\$6,500.00
21.	Flex Auger 20' Auger Allowance	1	\$3,636.00	\$3,636.00
22.	Flex Auger add. length Auger Allowance	0	\$60.00	\$0.00
23.	Grist Hydrator	1	\$490.00	\$490.00
24.	1hp Pump w/Cart	1	\$3,170.00	\$3,170.00
25.	Logo Pack	1	\$0.00	\$0.00

S.No. Product Details		Qty	List Price	Total
26.	Install <10Bbl	1	\$6,750.00	\$6,750.00
27.	Drop Shipping	1	\$720.00	\$720.00
	Drop shipping for non-PKW items sent directly to customer (G&D Chillers Inv. 7182)			
28.	Drop Shipping	1	\$239.67	\$239.67
	Drop shipping for non-PKW items sent directly to customer (Crown Boiler Inv. 269589)			
29.	Change Order Change Order	1	\$13,812.00	\$13,812.00
	G&D 7H Glycol Chiller			
30.	Shipping & Crating	1	\$6,715.00	\$6,715.00
	Freight and crating charges for load #1			
31.	Shipping & Crating	1	\$6,495.00	\$6,495.00
	Freight and crating charges for load #2			
			Sub Total	\$283,235.67
			Tax	\$0.00
			Discount	(\$11,612.66)
			Adjustments	\$0.00
			Total	\$271,623.01
			Shipping & Crating	\$0.00
			Payment(s) Received	(\$77,122.00)
				(\$77,122.00)
				(\$0.00)
			Balance	\$117,637.08
			Amount Due	\$117,637.08

Payments for amounts over \$10,000 will be as follows:

Deposit & Materials Payment - 30% of Grand Total

Mid-Production Payment - 40% of Grand Total

Final Equipment Payment - 30% of Grand Total

Send Payment to:

Portland Kettle Works
265 N. Hancock St. Suite 100
Portland, OR 97227

Make Checks Payable to:

Portland Kettle Works

Wire Transfer:

US Bank
1040 NW Lovejoy St
Portland, OR 97209
Phone: (503) 412-3420
Routing No. 123000220
Account No. 153665425366
Memo: (Your Brewery Name)



STATEMENT OF ACCOUNT

SOLD TO:

Rubber Soul Brewing Co.
Attn: Jesse Prall
1930 Northwood Dr.
Salisbury, MD 21801

STATEMENT DATE: 03/13/17
DUE DATE: Prior to Shipping

DATE	DESCRIPTION	CHARGES	CREDITS	ACCOUNT BALANCE
2/22/2017	Purchase Agreement #NORQ29533 - LinCan35, Pack-Off Conveyor, Feed Conveyor - Startup and Training (Tech Travel Not Included) - Shipping/Handling TBD	\$102,502.00		\$102,502.00
3/13/2017	Deposit Received - Wire		(34,167.00)	\$68,335.00
	Total Amount Due Prior to Shipping			\$68,335.00

THANK YOU FOR YOUR BUSINESS!

Please send payment to:

Norland International, Inc. / American Beer Equipment
2001 SW 6th St.
Lincoln, NE 68522
(402) 475-2337



1930 NORTHWOOD DRIVE SALISBURY, MD 21801
RUBBERSOULBREWING.COM

<u>Assets</u>	<u>Estimated Value</u>
Current Tanks - 3BBL & 2BBL FV / BBT	\$13,000
Current Brewing System - 1 BBL Brew House	\$7,000
Keg Washer	\$4,500
Walk in cooler	\$13,000
Electical Unit - Tapman	\$15,800
Chiller - Complete Systems	\$9,950
Miscellaneous Hardware and tools	\$2,000
Keg Filler	\$1,500
Miscellaneous Hardware and tools	\$26,695
Total Asset Value	93,445

<u>Marketing Assets</u>	<u>Estimated Value</u>	<u>Notes</u>
(2) Mini Bikes	\$300	
(2) Rubber Soul table cloths	\$150	
(62) Cases of Glasses in Storage	\$1,876	\$30.25 each
(27) Tin Tackers	\$540	\$20 each
(2) Jockey Boxes	\$400	
(1) Rubber Soul Tent	\$900	
(26) Tap Handles	\$624	\$24.50 each
Mini Coinhole Boards	\$150	
(2) Regulators	\$100	
(1) Beer Trough	\$150	
(5000 est) Coasters	\$1,000	.20 each
Random apparel T-Shirts, sweatshirts	\$1,300	
Wooden Jockey Box Cover	\$50	
Total Asset Value	\$7,540	

Fill in this information to identify the case:Debtor name **Rubber Soul Brewing Company, LLC**United States Bankruptcy Court for the: **MIDDLE DISTRICT OF PENNSYLVANIA**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206D****Schedule D: Creditors Who Have Claims Secured by Property****12/15**

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims**2. List in alphabetical order all creditors who have secured claims.** If a creditor has more than one secured claim, list the creditor separately for each claim.

		Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
2.1	First National Bank Creditor's Name 101 N. Second Street, 2nd Floor Harrisburg, PA 17101 Creditor's mailing address Creditor's email address, if known Date debt was incurred 10/16/2015 Last 4 digits of account number 7450 Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.	Describe debtor's property that is subject to a lien All corporate assets Describe the lien Business loan Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H) As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$133,000.00 \$599,026.83

2.2	First National Bank Creditor's Name 101 N. Second Street, 2nd Floor Harrisburg, PA 17101 Creditor's mailing address Creditor's email address, if known Date debt was incurred 11/1/2016 Last 4 digits of account number 4000 Do multiple creditors have an interest in the same property?	Describe debtor's property that is subject to a lien All corporate assets Describe the lien Line of credit Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H) As of the petition filing date, the claim is: Check all that apply	\$44,000.00 \$599,026.83
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Debtor **Rubber Soul Brewing Company, LLC**

Name

Case number (if know)

☒ No☐ Yes. Specify each creditor, including this creditor and its relative priority.☐ Contingent☐ Unliquidated☐ Disputed**2.3 First National Bank**

Creditor's Name

**101 N. Second Street, 2nd Floor
Harrisburg, PA 17101**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

3/31/2017

Last 4 digits of account number

3575

Do multiple creditors have an interest in the same property?

☒ No☐ Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

All corporate assets**\$57,000.00****\$599,026.83**

Describe the lien

Business loan

Is the creditor an insider or related party?

☒ No☐ Yes

Is anyone else liable on this claim?

☐ No☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent☐ Unliquidated☐ Disputed**2.4 First National Bank**

Creditor's Name

**101 N. Second Street, 2nd Floor
Harrisburg, PA 17101**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

3/7/2016

Last 4 digits of account number

0935

Do multiple creditors have an interest in the same property?

☒ No☐ Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

All corporate assets**\$13,000.00****\$599,026.83**

Describe the lien

Business loan

Is the creditor an insider or related party?

☒ No☐ Yes

Is anyone else liable on this claim?

☐ No☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent☐ Unliquidated☐ Disputed

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$247,000.00**Part 2: List Others to Be Notified for a Debt Already Listed in Part 1**

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Debtor **Rubber Soul Brewing Company, LLC**
Name

Case number (if know) _____

Name and address

On which line in Part 1 did
you enter the related creditor?

Last 4 digits of
account number for
this entity

First National Bank
Attn: Zackary F. Rahn
101 N. Second Street, 2nd Floor
Harrisburg, PA 17101

Line **2.1**

First National Bank
Attn: Denise Aherne-Venzke
409 N. 2nd Street
Harrisburg, PA 17111

Line **2.1**

Fill in this information to identify the case:Debtor name **Rubber Soul Brewing Company, LLC**United States Bankruptcy Court for the: **MIDDLE DISTRICT OF PENNSYLVANIA**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206E/F****Schedule E/F: Creditors Who Have Unsecured Claims**

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

☒ No. Go to Part 2.☐ Yes. Go to line 2.**Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim
3.1	Nonpriority creditor's name and mailing address BSG Craft Brewing PO Box 74769 Chicago, IL 60694 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u>0523</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Ingredients</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$8,852.84
3.2	Nonpriority creditor's name and mailing address Cammac Holdings 1115 Riverside Drive Salisbury, MD 21801 Date(s) debt was incurred <u>9/27/18 and 10/1/18</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Real Estate Taxes</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$3,791.96
3.3	Nonpriority creditor's name and mailing address Cammac Holdings 1115 Riverside Drive Salisbury, MD 21801 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Past due rent and repairs</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$9,976.00
3.4	Nonpriority creditor's name and mailing address Carey Distributors 200 N. Dulany Ave Fruitland, MD 21826 Date(s) debt was incurred <u>11/1/2018</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Contract Buy Out</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$7,074.77

Debtor **Rubber Soul Brewing Company, LLC**
Name

Case number (if known)

3.5	Nonpriority creditor's name and mailing address Chase Card Services PO Box 1423 Charlotte, NC 28201-1423 Date(s) debt was incurred ____ Last 4 digits of account number <u>1569</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Credit Card</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$9,857.44
3.6	Nonpriority creditor's name and mailing address Chase Card Services PO Box 1423 Charlotte, NC 28201-1423 Date(s) debt was incurred ____ Last 4 digits of account number <u>7481</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Credit Card</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$16,808.82
3.7	Nonpriority creditor's name and mailing address Chesapeake Utilities PO Box 826531 Philadelphia, PA 19182 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u>1967</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Utility</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,497.07
3.8	Nonpriority creditor's name and mailing address Cincinnati Insurance Company PO Box 145496 Cincinnati, OH 45250 Date(s) debt was incurred <u>12/13/2018</u> Last 4 digits of account number <u>3330</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Property and Casualty</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,510.00
3.9	Nonpriority creditor's name and mailing address City of Salisbury 125 N. Division St. Salisbury, MD 21801 Date(s) debt was incurred ____ Last 4 digits of account number <u>8266</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Tax</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,168.32
3.10	Nonpriority creditor's name and mailing address Corey Deibler 3 Europeana Circle Camphill, PA 17110 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Loan/expense reimbursement</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$33,968.08
3.11	Nonpriority creditor's name and mailing address Delmarva Power PO Box 2044 Wilmington, DE 19899 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u>6423</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Utility</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,677.04

Debtor **Rubber Soul Brewing Company, LLC**
Name

Case number (if known)

3.12	Nonpriority creditor's name and mailing address Frank Hrestak 2857 Oakwood Drive Harrisburg, PA 17110 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Loan</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$21,544.84
3.13	Nonpriority creditor's name and mailing address G&G Distributors 2543 Centreville Road Centreville, MD 21617 Date(s) debt was incurred <u>11/1/2018</u> Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Contract Buy Out</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$3,278.50
3.14	Nonpriority creditor's name and mailing address Keg Logistics 9360 Station St, Suite 325 Lone Tree, CO 80124 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Keg Leasing</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$11,436.36
3.15	Nonpriority creditor's name and mailing address Main Street America Group PO Box 2004 Keene, NH 03431 Date(s) debt was incurred <u>10/31/2018</u> Last 4 digits of account number <u>2374</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Insurance</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$325.00
3.16	Nonpriority creditor's name and mailing address Mobile Canning Systems 2120 Miller Drive Suite G Longmont, CO 80501 Date(s) debt was incurred <u>12/9/2018</u> Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Cans</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$4,491.39
3.17	Nonpriority creditor's name and mailing address New England Motor Freight 1-71 North Avenue East PO Box 6031 Elizabeth, NJ 07207 Date(s) debt was incurred ____ Last 4 digits of account number <u>7593</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Shipping Costs</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$2,102.10
3.18	Nonpriority creditor's name and mailing address Roy Farms 41 Walters Road Moxee, WA 98936 Date(s) debt was incurred <u>10/31/2018</u> Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Ingredients Storage</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$44.00

Debtor **Rubber Soul Brewing Company, LLC**
Name

Case number (if known)

3.19	Nonpriority creditor's name and mailing address Salisbury Wicomico Economic Development 100 E. Main Street #501 Salisbury, MD 21801 Date(s) debt was incurred <u>4/17/2015</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Loan</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$9,575.87
3.20	Nonpriority creditor's name and mailing address Shorecut Lawncare 6427 Oxbridge Drive Salisbury, MD 21801 Date(s) debt was incurred <u>01/14/2019</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Services</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$337.50
3.21	Nonpriority creditor's name and mailing address Summers, McDonnel, Hudock & Rauch 707 Grant Street Gulf Tower Suite 2400 Pittsburgh, PA 15219 Date(s) debt was incurred <u>10/30/2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Legal Fees</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$2,474.00
3.22	Nonpriority creditor's name and mailing address Tate Engineering PO Box 826904 Philadelphia, PA 19182 Date(s) debt was incurred <u>12/5/2018</u> Last 4 digits of account number <u>3460</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Electical work</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$710.20
3.23	Nonpriority creditor's name and mailing address Waste Management P O Box 13648 Philadelphia, PA 19101 Date(s) debt was incurred <u>11/5/2018</u> Last 4 digits of account number <u>3009</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Waste Removal</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$297.94
3.24	Nonpriority creditor's name and mailing address Wicomico Country PO Box 4036 Salisbury, MD 21803-4036 Date(s) debt was incurred <u>12/1/2018</u> Last 4 digits of account number <u>7154</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Tax</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,057.09
3.25	Nonpriority creditor's name and mailing address Wilsbach Distributors 905 Katie Court Harrisburg, PA 17109 Date(s) debt was incurred <u>11/15/2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Marketing Fees</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$7,420.91

Debtor **Rubber Soul Brewing Company, LLC**
Name

Case number (if known)

3.26 Nonpriority creditor's name and mailing address

Wyndridge Farms
885 S. Pleasant Ave
Dallastown, PA 17313

Date(s) debt was incurred **2018 - 2019**

Last 4 digits of account number

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: **Contract Brewing**

Is the claim subject to offset? ☒ No ☐ Yes

\$20,328.59

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

	Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1	Delmarva Power PO Box 13609 Philadelphia, PA 10101	Line 3.11 <input type="checkbox"/> Not listed. Explain	—
4.2	NEMF, Inc. Attn: Terry Ecker, Manager 5302 Wheeler Road Jordan, NY 13080	Line 3.17 <input type="checkbox"/> Not listed. Explain	—

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

5b. Total claims from Part 2

5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

Total of claim amounts	
5a.	\$ 0.00
5b. +	\$ 181,606.63
5c.	\$ 181,606.63

Fill in this information to identify the case:

Debtor name **Rubber Soul Brewing Company, LLC**

United States Bankruptcy Court for the: **MIDDLE DISTRICT OF PENNSYLVANIA**

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal* (Official Form 206A/B). *Property*

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1. State what the contract or lease is for and the nature of the debtor's interest

**Lease of real estate at
1930 Northwood Drive,
Salisbury, Maryland
\$2,652 per month
Lease expires
September 30, 2019
9 months**

State the term remaining

List the contract number of any government contract _____

**Cammac Holdings, LLC
1115 Riverside Drive
Salisbury, MD 21801**

Fill in this information to identify the case:Debtor name **Rubber Soul Brewing Company, LLC**United States Bankruptcy Court for the: **MIDDLE DISTRICT OF PENNSYLVANIA**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206H
Schedule H: Your Codebtors****12/15**

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

*Column 1: Codebtor**Column 2: Creditor***Name****Mailing Address****Name***Check all schedules that apply:*

2.1 **Chris Camposarcone** **225 Dunham Drive
Hummelstown, PA 17036**

First National Bank

☒ D **2.1**
☐ E/F _____
☐ G _____

2.2 **Chris Camposarcone** **225 Dunham Drive
Hummelstown, PA 17036**

First National Bank

☒ D **2.2**
☐ E/F _____
☐ G _____

2.3 **Chris Camposarcone** **225 Dunham Drive
Hummelstown, PA 17036**

First National Bank

☒ D **2.3**
☐ E/F _____
☐ G _____

2.4 **Chris Camposarcone** **225 Dunham Drive
Hummelstown, PA 17036**

First National Bank

☒ D **2.4**
☐ E/F _____
☐ G _____

2.5 **Cory Deibler** **3 Europeana Circle
Camp Hill, PA 17011**

First National Bank

☒ D **2.1**
☐ E/F _____
☐ G _____

Debtor **Rubber Soul Brewing Company, LLC**

Case number (if known) _____

Additional Page to List More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor

Column 2: Creditor

2.6	Cory Deibler	3 Europeana Circle Camp Hill, PA 17011	First National Bank	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.7	Cory Deibler	3 Europeana Circle Camp Hill, PA 17011	First National Bank	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.8	Cory Deibler	3 Europeana Circle Camp Hill, PA 17011	First National Bank	<input checked="" type="checkbox"/> D <u>2.4</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.9	Frank Hrestak	2857 Oakwood Drive Harrisburg, PA 17110	First National Bank	<input checked="" type="checkbox"/> D <u>2.1</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.10	Frank Hrestak	2857 Oakwood Drive Harrisburg, PA 17110	First National Bank	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.11	Frank Hrestak	2857 Oakwood Drive Harrisburg, PA 17110	First National Bank	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.12	Frank Hrestak	2857 Oakwood Drive Harrisburg, PA 17110	First National Bank	<input checked="" type="checkbox"/> D <u>2.4</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.13	Goldwater Capital Group, LLC	2857 Oakwood Drive Harrisburg, PA 17110	First National Bank	<input checked="" type="checkbox"/> D <u>2.1</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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Debtor **Rubber Soul Brewing Company, LLC**

Case number (if known) _____

Additional Page to List More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor

Column 2: Creditor

2.14	Goldwater Capital Group, LLC	2857 Oakwood Drive Harrisburg, PA 17110	First National Bank	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.15	Goldwater Capital Group, LLC	2857 Oakwood Drive Harrisburg, PA 17110	First National Bank	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.16	Goldwater Capital Group, LLC	2857 Oakwood Drive Harrisburg, PA 17110	First National Bank	<input checked="" type="checkbox"/> D <u>2.4</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.17	Paul Sandri	160 Tulip Road Paxinos, PA 17860	First National Bank	<input checked="" type="checkbox"/> D <u>2.1</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.18	Paul Sandri	160 Tulip Road Paxinos, PA 17860	First National Bank	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.19	Paul Sandri	160 Tulip Road Paxinos, PA 17860	First National Bank	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.20	Paul Sandri	160 Tulip Road Paxinos, PA 17860	First National Bank	<input checked="" type="checkbox"/> D <u>2.4</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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Fill in this information to identify the case:Debtor name **Rubber Soul Brewing Company, LLC**United States Bankruptcy Court for the: **MIDDLE DISTRICT OF PENNSYLVANIA**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy****04/16**

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**☐ None.**Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year****For prior year:**
From **1/01/2018** to **12/31/2018****Sources of revenue**
Check all that apply☒ Operating a business☐ Other _____**Gross revenue**
(before deductions and exclusions)**\$209,394.00****For year before that:**
From **1/01/2017** to **12/31/2017**☒ Operating a business☐ Other _____**\$123,473.00****For the fiscal year:**
From **1/01/2016** to **12/31/2016**☒ Operating a business☐ Other _____**\$144,993.00****2. Non-business revenue**

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.**Description of sources of revenue****Gross revenue from each source**
(before deductions and exclusions)**Part 2: List Certain Transfers Made Before Filing for Bankruptcy****3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☒ None.**Creditor's Name and Address****Dates****Total amount of value****Reasons for payment or transfer**
*Check all that apply***4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed

or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
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5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☐ None

Creditor's name and address	Describe of the Property	Date	Value of property
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6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☐ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
---------------------------	----------------	------------------------------------	----------------

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☐ None

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☐ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☐ None

Description of the property lost and how the loss occurred**Amount of payments received for the loss**

If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.

List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).

Dates of loss**Value of property lost****Part 6: Certain Payments or Transfers****11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

Who was paid or who received the transfer?
Address

If not money, describe any property transferred

Dates

Total amount or value

11.1.

CGA Law Firm
135 North George Street
York, PA 17401

1/8/2019
(\$1,000)
1/10/2019
(\$6,500)

\$7,500.00

Email or website address

Who made the payment, if not debtor?

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
Do not include transfers already listed on this statement.

☒ None.

Name of trust or device

Describe any property transferred

Dates transfers were made

Total amount or value

13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.

Who received transfer?
Address

Description of property transferred or payments received or debts paid in exchange

Date transfer was made

Total amount or value

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply

Address

Dates of occupancy
From-To

Part 8: Health Care Bankruptcies**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

page 3

- providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

Facility name and address

Nature of the business operation, including type of services the debtor provides

If debtor provides meals and housing, number of patients in debtor's care

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

- ☒ No.
☐ Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☒ No. Go to Part 10.
☐ Yes. Does the debtor serve as plan administrator?

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☐ None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1. PNC Bank	XXXX-2323	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other____	10/30/2018	\$2,373.43

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
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20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
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Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☐ None

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- ☐ No.
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
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23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☐ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☐ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☐ None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN. Dates business existed
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26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address	Date of service From-To
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Name and address		Date of service From-To
26a.1.	Jamie Deibler 1821 Powder Horn Road Middletown, PA 17057	7/2017 - present
26a.2.	Marty Flannery & Associates 430 North Enola Drive Enola, PA 17025	1/1/2015 - 7/1/2017
26a.3.	Dwayne Keller, CPA Keller Financial Group 3815 Market Street Camp Hill, PA 17011	7/2017 - present

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address		Date of service From-To
26b.1.	Jamie Deibler 1821 Powder Horn Road Middletown, PA 17057	2017 - 2018
Name and address		Date of service From-To
26b.2.	Marty Flannery & Associates 430 North Enola Drive Enola, PA 17025	2015 - 2017
Name and address		Date of service From-To
26b.3.	Dwayne Keller, CPA Keller Financial Group 3815 Market Street Camp Hill, PA 17011	2017 - 2018

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address		If any books of account and records are unavailable, explain why
26c.1.	Jamie Deibler 1821 Powder Horn Road Middletown, PA 17057	

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None

Name and address

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☐ No

☒ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the
inventory

Date of inventory

The dollar amount and basis (cost, market,
or other basis) of each inventory

	Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
27.1	Frank Hrestak	1/7/2019	\$13,794.02 Sales value

Name and address of the person who has possession of inventory records

Frank Hrestak
2857 Oakwood Drive
Harrisburg, PA 17110

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Goldwater Capital Group, LLC	2857 Oakwood Drive Harrisburg, PA 17110	Managing Member	100%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☒ No
☐ Yes. Identify below.

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☐ No
☒ Yes. Identify below.

	Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1	Frank Hrestak 2857 Oakwood Drive Harrisburg, PA 17110	\$26,000	2018	Salary

Relationship to debtor
Managing member if Gold
Water Capital Group, LLC

30.2	Jesse Prall 315 Angle Ave Steelton, PA 17113	\$40,395	2018	Salary
------	--	----------	------	--------

Relationship to debtor
Member of Gold Water Capital
Group, LLC

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation

Employer identification number of the parent corporation

Debtor **Rubber Soul Brewing Company, LLC**

Case number *(if known)* _____

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the parent corporation

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **January 29, 2019**

/s/ Frank Hrestak

Signature of individual signing on behalf of the debtor

Frank Hrestak

Printed name

Position or relationship to debtor **Managing Member of Gold Water Capital Group, LLC**

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No

☐ Yes

United States Bankruptcy Court
Middle District of Pennsylvania

In re **Rubber Soul Brewing Company, LLC**

Debtor(s)

Case No.

Chapter

11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$	<u>0.00</u>
Prior to the filing of this statement I have received	\$	<u>5,783.00*</u>
Balance Due	\$	<u>0.00</u>

*All services are being rendered at hourly rates.

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

The Debtor has been advised that all fees are being rendered at an hourly rate. To date, the Debtor has paid the sum of \$7,500.00, \$1,717 of which is to pay the case filing fee. The Debtor further agrees that services noted herein will be billed at an hourly rate as set forth in the initial fee agreement between the debtor and counsel.

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

Any representation outside of schedule drafting and 341 representation; additional fees will be charge for plan drafting objections, confirmation, amendments, conversion to a different chapter or sale of assets.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

January 29, 2019

Date

/s/ Lawrence V. Young

Lawrence V. Young 21009

Signature of Attorney

CGA Law Firm

135 North George Street

York, PA 17401

717-848-4900 Fax: 717-843-9039

lyoung@cgalaw.com

Name of law firm

**United States Bankruptcy Court
Middle District of Pennsylvania**

In re **Rubber Soul Brewing Company, LLC**

Debtor(s)

Case No.
Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Goldwater Capital Group, LLC 2857 Oakwood Drive Harrisburg, PA 17110			Managing Member

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Managing Member of Gold Water Capital Group, LLC** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **January 29, 2019**

Signature **/s/ Frank Hrestak
Frank Hrestak**

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

**United States Bankruptcy Court
Middle District of Pennsylvania**

In re **Rubber Soul Brewing Company, LLC**

Debtor(s)

Case No.
Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the Managing Member of Gold Water Capital Group, LLC of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **January 29, 2019**

/s/ Frank Hrestak

**Frank Hrestak/Managing Member of Gold Water Capital Group,
LLC**

Signer/Title

Date: **January 29, 2019**

/s/ Lawrence V. Young

Signature of Attorney

Lawrence V. Young 21009

CGA Law Firm

135 North George Street

York, PA 17401

717-848-4900 Fax: 717-843-9039

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CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Rubber Soul Brewing Company, LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Goldwater Capital Group, LLC
2857 Oakwood Drive
Harrisburg, PA 17110

☐ None [*Check if applicable*]

January 29, 2019

Date

/s/ Lawrence V. Young

Lawrence V. Young 21009

Signature of Attorney or Litigant

Counsel for **Rubber Soul Brewing Company, LLC**

CGA Law Firm

135 North George Street

York, PA 17401

717-848-4900 Fax: 717-843-9039

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